

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| SUBMISSION TYPE: | NEW ASSIGNMENT | | | | | | | | | | | | | | | | | | | | | | | | |
|---|--|-----------------|-------------------------------------|----------------------|----------------|-----------------|----------------------|-------------------------------------|-----------|----------------------|---------|--------------|----------------|----------|----------|----------------|----------|-----------|----------------|----------|-----------|----------------|----------|-------------|--|
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest in Trademarks | | | | | | | | | | | | | | | | | | | | | | | | |
| CONVEYING PARTY DATA | | | | | | | | | | | | | | | | | | | | | | | | | |
| <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Kids Line, LLC</td> <td></td> <td>08/08/2011</td> <td>LIMITED LIABILITY COMPANY: DELAWARE</td> </tr> </table> | Name | Formerly | Execution Date | Entity Type | Kids Line, LLC | | 08/08/2011 | LIMITED LIABILITY COMPANY: DELAWARE | | | | | | | | | | | | | | | | | |
| Name | Formerly | Execution Date | Entity Type | | | | | | | | | | | | | | | | | | | | | | |
| Kids Line, LLC | | 08/08/2011 | LIMITED LIABILITY COMPANY: DELAWARE | | | | | | | | | | | | | | | | | | | | | | |
| RECEIVING PARTY DATA | | | | | | | | | | | | | | | | | | | | | | | | | |
| Name: | Bank of America, N.A., as Administrative Agent | | | | | | | | | | | | | | | | | | | | | | | | |
| Street Address: | 901 Main Street | | | | | | | | | | | | | | | | | | | | | | | | |
| Internal Address: | TX1-492-14-11 | | | | | | | | | | | | | | | | | | | | | | | | |
| City: | Dallas | | | | | | | | | | | | | | | | | | | | | | | | |
| State/Country: | TEXAS | | | | | | | | | | | | | | | | | | | | | | | | |
| Postal Code: | 75202 | | | | | | | | | | | | | | | | | | | | | | | | |
| Entity Type: | national banking association: UNITED STATES | | | | | | | | | | | | | | | | | | | | | | | | |
| PROPERTY NUMBERS Total: 7 | | | | | | | | | | | | | | | | | | | | | | | | | |
| <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 20%;">Property Type</th> <th style="width: 20%;">Number</th> <th style="width: 60%;">Word Mark</th> </tr> <tr> <td>Registration Number:</td> <td>3983774</td> <td>LITTLE BOUTIQUE</td> </tr> <tr> <td>Registration Number:</td> <td>3362374</td> <td>KIDS LINE</td> </tr> <tr> <td>Registration Number:</td> <td>3096317</td> <td>KATIE LITTLE</td> </tr> <tr> <td>Serial Number:</td> <td>85137735</td> <td>KIDSLINE</td> </tr> <tr> <td>Serial Number:</td> <td>85137647</td> <td>BABY CHEF</td> </tr> <tr> <td>Serial Number:</td> <td>85070183</td> <td>KIDS LINE</td> </tr> <tr> <td>Serial Number:</td> <td>85066095</td> <td>TIDDLIWINKS</td> </tr> </table> | Property Type | Number | Word Mark | Registration Number: | 3983774 | LITTLE BOUTIQUE | Registration Number: | 3362374 | KIDS LINE | Registration Number: | 3096317 | KATIE LITTLE | Serial Number: | 85137735 | KIDSLINE | Serial Number: | 85137647 | BABY CHEF | Serial Number: | 85070183 | KIDS LINE | Serial Number: | 85066095 | TIDDLIWINKS | |
| Property Type | Number | Word Mark | | | | | | | | | | | | | | | | | | | | | | | |
| Registration Number: | 3983774 | LITTLE BOUTIQUE | | | | | | | | | | | | | | | | | | | | | | | |
| Registration Number: | 3362374 | KIDS LINE | | | | | | | | | | | | | | | | | | | | | | | |
| Registration Number: | 3096317 | KATIE LITTLE | | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85137735 | KIDSLINE | | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85137647 | BABY CHEF | | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85070183 | KIDS LINE | | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85066095 | TIDDLIWINKS | | | | | | | | | | | | | | | | | | | | | | | |
| CORRESPONDENCE DATA | | | | | | | | | | | | | | | | | | | | | | | | | |
| Fax Number: | (919)416-8328 | | | | | | | | | | | | | | | | | | | | | | | | |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | | | | | | | | | | | | | | | | | | | | | | | | |
| Phone: | 9192868041 | | | | | | | | | | | | | | | | | | | | | | | | |
| Email: | pto_tmconfirmation@mvalaw.com | | | | | | | | | | | | | | | | | | | | | | | | |
| Correspondent Name: | Moore & Van Allen PLLC | | | | | | | | | | | | | | | | | | | | | | | | |

900199244

TRADEMARK
REEL: 004600 FRAME: 0863

OP \$190.00 3983774

Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 017625-004697 JES

NAME OF SUBMITTER: John E. Slaughter

Signature: /John E. Slaughter/

Date: 08/09/2011

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Second Amended and Restated Security and Pledge Agreement dated as of August 8, 2011 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

| <u>Trademark No.</u> | <u>Description of Trademark Item</u> | <u>Date of Trademark</u> |
|----------------------|--|--------------------------|
|----------------------|--|--------------------------|

See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

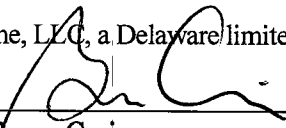
| <u>Trademark Applications No.</u> | <u>Description of Trademark Applied for</u> | <u>Date of Trademark Applications</u> |
|-----------------------------------|---|---|
|-----------------------------------|---|---|

See Schedule 1 attached hereto

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated upon the termination of the Agreement or otherwise in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

Kids Line, LLC, a Delaware limited liability company

By: 

Name: Bruce Crain

Title: Vice President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 

Name: Erin M. Frey

Title: Vice President

KIDS LINE, LLC
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 004600 FRAME: 0867

Schedule 1

**Kids Line, LLC
(Delaware LLC)**

U.S. Trademarks

Registered Marks

| Mark | Registration No. | Registration Date |
|-----------------|------------------|-------------------|
| LITTLE BOUTIQUE | 3983774 | 06/28/11 |
| KIDS LINE | 3362374 | 01/01/08 |
| KATIE LITTLE | 3096317 | 05/23/06 |

Pending Applications

| Mark | Application No. | Filing Date |
|----------------------|-----------------|-------------|
| KIDSLINE and Design | 85137735 | 09/24/10 |
| BABY CHEF and Design | 85137647 | 09/24/10 |
| KIDS LINE | 85070183 | 06/23/10 |
| TIDDLIWINKS | 85066095 | 06/18/10 |